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Proposed Counsel to the Debtors
 and Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
 FOR THE EASTERN DISTRICT OF VIRGINIA
 RICHMOND DIVISION

- - - - -	x	
	:	
In re:	:	Chapter 11
	:	
CIRCUIT CITY STORES, INC.,	:	Case No. 08- ____ (____)
9950 Mayland Drive	:	
Richmond, VA 23233	:	
	:	
Debtor.	:	Tax I.D. No. (xx-xxx3875)
- - - - -	x	
	:	
In re:	:	Chapter 11
	:	
CIRCUIT CITY STORES WEST COAST,	:	Case No. 08- ____ (____)
INC.,	:	
9250 Sheridan Boulevard	:	
Westminster, CO 80031	:	Tax I.D. No. (xx-xxx0785)
	:	
Debtor.	:	
- - - - -	x	
	x	

- - - - -	:	
In re:	:	Chapter 11
	:	
INTERTAN, INC.,	:	Case No. 08- _____ (____)
9950 Mayland Drive	:	
Richmond, VA 23233	:	
	:	
Debtor.	:	Tax I.D. No. (xx-xxx0875)
- - - - -	x	
	:	
In re:	:	Chapter 11
	:	
VENTOUX INTERNATIONAL, INC.,	:	Case No. 08- _____ (____)
9950 Mayland Drive	:	
Richmond, VA 23233	:	
	:	
Debtor.	:	Tax I.D. No. (xx-xxx1838)
- - - - -	x	
	:	
In re:	:	Chapter 11
	:	
CIRCUIT CITY PURCHASING COMPANY,	:	Case No. 08- _____ (____)
LLC,	:	
9950 Mayland Drive	:	
Richmond, VA 23233	:	
	:	
Debtor.	:	Tax I.D. No. (xx-xxx5170)
- - - - -	x	
	:	
In re:	:	Chapter 11
	:	
CC AVIATION, LLC,	:	Case No. 08- _____ (____)
9950 Mayland Drive	:	
Richmond, VA 23233	:	
	:	
Debtor.	:	Tax I.D. No. (xx-xxx0841)
- - - - -	x	
	x	

- - - - -
In re: : Chapter 11
: :
CC DISTRIBUTION COMPANY OF : Case No. 08- ____ (____)
VIRGINIA, INC., :
9950 Mayland Drive :
Richmond, VA 23233 :
: :
Debtor. : Tax I.D. No. (xx-xxx2821)
- - - - - x
: :
In re: : Chapter 11
: :
CIRCUIT CITY PROPERTIES, LLC, : Case No. 08- ____ (____)
9950 Mayland Drive :
Richmond, VA 23233 :
: :
Debtor. : Tax I.D. No. (xx-xxx3353)
- - - - - x
: :
In re: : Chapter 11
: :
KINZER TECHNOLOGY, LLC, : Case No. 08- ____ (____)
9950 Mayland Drive :
Richmond, VA 23233 :
: :
Debtor. : Tax I.D. No. (xx-xxx2157)
- - - - - x
: :
In re: : Chapter 11
: :
PATAPSCO DESIGNS, INC., : Case No. 08- ____ (____)
9950 Mayland Drive :
Richmond, VA 23233 :
: :
Debtor. : Tax I.D. No. (xx-xxx6796)
- - - - - x
x

- - - - -	:	
In re:	:	Chapter 11
	:	
SKY VENTURE CORP.,	:	Case No. 08- _____ (____)
9950 Mayland Drive	:	
Richmond, VA 23233	:	
	:	
Debtor.	:	Tax I.D. No. (xx-xxx0311)
- - - - -	x	
	:	
In re:	:	Chapter 11
	:	
XSSTUFF, LLC,	:	Case No. 08- _____ (____)
9950 Mayland Drive	:	
Richmond, VA 23233	:	
	:	
Debtor.	:	Tax I.D. No. (xx-xxx9263)
- - - - -	x	
	:	
In re:	:	Chapter 11
	:	
COURCHEVEL, LLC,	:	Case No. 08- _____ (____)
9950 Mayland Drive	:	
Richmond, VA 23233	:	
	:	
Debtor.	:	Tax I.D. No. (n/a)
- - - - -	x	
	:	
In re:	:	Chapter 11
	:	
CIRCUIT CITY STORES PR, LLC,	:	Case No. 08- _____ (____)
9950 Mayland Drive	:	
Richmond, VA 23233	:	
	:	
Debtor.	:	Tax I.D. No. (xx-xxx5512)
- - - - -	x	
	:	
In re:	:	Chapter 11
	:	
PRAHS, INC.,	:	Case No. 08- _____ (____)
9950 Mayland Drive	:	
Richmond, VA 23233	:	
	:	
Debtor.	:	Tax I.D. No. (n/a)
- - - - -	x	

- - - - -	x	
	:	
In re:	:	Chapter 11
	:	
ORBYX ELECTRONICS, LLC,	:	Case No. 08- _____ (____)
9950 Mayland Drive	:	
Richmond, VA 23233	:	
	:	
Debtor.	:	Tax I.D. No. (xx-xxx3360)
- - - - -	x	
	:	
In re:	:	Chapter 11
	:	
MAYLAND MN, LLC,	:	Case No. 08- _____ (____)
9950 Mayland Drive	:	
Richmond, VA 23233	:	
	:	
Debtor.	:	Tax I.D. No. (xx-xxx6116)
- - - - -	x	
	:	
In re:	:	Chapter 11
	:	
ABBOTT ADVERTISING AGENCY, INC.,	:	Case No. 08- _____ (____)
9950 Mayland Drive	:	
Richmond, VA 23233	:	
	:	
Debtor.	:	Tax I.D. No. (xx-xxx4659)
- - - - -	x	

**MOTION OF DEBTORS FOR ORDER DIRECTING JOINT
ADMINISTRATION PURSUANT TO BANKRUPTCY CODE
SECTION 302 AND BANKRUPTCY RULE 1015(b) AND
WAIVING REQUIREMENTS OF BANKRUPTCY CODE SECTIONS
105 AND 342(c)(1) AND RULES 1005 AND 2002(n)**

The debtors and debtors in possession in the
above-captioned cases (collectively, the "Debtors"),
hereby move (the "Motion") this Court for entry of an
order, pursuant to sections 105, 302 and 342(c)(1) of
title 11 of the United States Code (the "Bankruptcy
Code") and Rule 1015(b) of the Federal Rules of

Bankruptcy Procedure (the "Bankruptcy Rules"), providing for the joint administration of the Debtors' separate chapter 11 cases for procedural purposes only and seeking a waiver of the requirement that the captions in these chapter 11 cases list the Debtors' tax identification numbers and addresses. In support of the Motion, the Debtors rely upon and incorporate by reference the Declaration of Bruce H. Besanko, Executive Vice President and Chief Financial Officer of Circuit City Stores, Inc., in Support of Chapter 11 Petitions and First Day Pleadings (the "Besanko Declaration"), filed with the Court concurrently herewith. In further support of the Motion, the Debtors respectfully represent:

JURISDICTION AND VENUE

1. This Court has jurisdiction to consider this Motion under 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b). Venue of these cases and this Motion in this district is proper under 28 U.S.C. §§ 1408 and 1409. The statutory predicates for the relief requested herein are Bankruptcy Code sections 105, 302 and 342(c)(1) and Bankruptcy Rules 1005, 1015 and 2002(n).

BACKGROUND

2. On the date hereof (the "Petition Date"), the Debtors filed voluntary petitions in this Court for relief under chapter 11 of the Bankruptcy Code. The factual background regarding the Debtors, including their business operations, their capital and debt structure, and the events leading to the filing of these bankruptcy cases, is set forth in detail in the Besanko Declaration, filed concurrently herewith and fully incorporated herein by reference.¹

3. The Debtors continue to manage and operate their businesses as debtors in possession pursuant to Bankruptcy Code sections 1107 and 1108.

4. No trustee or examiner has been appointed in these chapter 11 cases, and no committees have yet been appointed or designated.

RELIEF REQUESTED

5. By this Motion, the Debtors seek entry of an order, under Bankruptcy Code sections 302 and 342(c)(1) and Bankruptcy Rules 1005, 1015 and 2002(n) consolidating the Debtors' chapter 11 cases for

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Besanko Declaration.

procedural purposes only and waiving the requirement that the Debtors' caption contain tax identification numbers and addresses.

BASIS FOR RELIEF

6. Bankruptcy Rule 1015(b) provides that if two or more petitions are pending in the same court by or against a debtor and an affiliate, the court may order joint administration of the estates of the debtor and such affiliates. The Debtors in these proceedings include Circuit City Stores, Inc. ("Circuit City"), and 17 of its subsidiaries (the "Subsidiary Debtors").

7. Circuit City is a direct or indirect parent or owner of all of the Subsidiary Debtors, in whole or in part with other Subsidiary Debtors. As such, Circuit City and the Subsidiary Debtors, including Circuit City Stores West Coast, Inc., InterTAN, Inc., Ventoux International, Inc., Circuit City Purchasing Company, LLC, CC Aviation, LLC, CC Distribution Company of Virginia, Inc., Circuit City Properties, LLC, Kinzer Technology, LLC, Patapsco Designs, Inc., Sky Venture Corp., XSStuff, LLC, Courchevel, LLC, Circuit City Stores PR, LLC, Abbott Advertising Agency, Inc., Mayland MN, LLC, Orbyx Electronics, LLC, and Prahs, Inc., are

"affiliates" as that term is defined in section 101(2) of the Bankruptcy Code and as used in Bankruptcy Rule 1015(b). Thus joint administration of the Debtors' cases is appropriate under Bankruptcy Rule 1015(b).

8. Moreover, the joint administration of the Debtors' chapter 11 cases will permit the Clerk of the Court to use a single general docket for each of the Debtors' cases and to combine notices to creditors and other parties in interest of the Debtors' respective estates. Indeed, the Debtors anticipate that numerous notices, applications, motions, other pleadings, hearings, and orders in these cases will affect several of the Debtors.

9. Joint administration will also save time and money and avoid duplicative and potentially confusing filings by permitting counsel for all parties in interest to (a) use a single caption on the numerous documents that will be served and filed herein and (b) file the papers in one case rather than in multiple cases. Finally, joint administration will protect parties in interest by ensuring that parties in each of the Debtors' respective chapter 11 cases will be

apprised of the various matters before the Court in these cases.

10. The rights of the respective creditors of each of the Debtors will not be adversely affected by joint administration of these cases inasmuch as the relief sought is purely procedural and is in no way intended to affect substantive rights. Each creditor and other party in interest will maintain whatever rights it has against the particular estate in which it allegedly has a claim or right.

11. In furtherance of the foregoing, the Debtors request that the official caption to be used by all parties in all pleadings in the jointly administered cases be as follows:

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

- - - - -	x
	:
In re:	: Chapter 11
	:
CIRCUIT CITY STORES, INC.,	: Case No. 08- ____ (____)
<u>et al.</u> ,	:
	:
Debtors.	: Jointly Administered
	:
- - - - -	x

12. The Debtors submit that use of this simplified caption, without reference to their respective states of incorporation and complete tax identification numbers, will eliminate cumbersome and confusing procedures and ensure a uniformity of pleading identification.

13. In addition, the Debtors request that the Court make separate docket entries on the docket of each of the Debtors' chapter 11 cases, substantially as follows:

"An order has been entered in this case consolidating this case with the case of Circuit City Stores, Inc., Case No. 08- _____ (____), for procedural purposes only and providing for its joint administration in accordance with the terms thereof."

14. It would be far more practical and expedient for the administration of these chapter 11 cases if the Court were to authorize their joint administration. The Debtors envision that many of the motions, hearings, and other matters involved in these chapter 11 cases will affect all of the Debtors. Consequently, joint administration will reduce costs and facilitate a more efficient administrative process, unencumbered by the procedural problems otherwise

attendant to the administration of separate, albeit related, chapter 11 cases.

15. Joint administration will also allow the Court and the Debtors to employ a single docket for all of the cases and to confine, and thereby simplify, notice to creditors and other parties in interest in these bankruptcy cases. Finally, joint administration will ease the burden on the office of the United States Trustee in supervising these bankruptcy cases.

16. Moreover, waiver of the requirements imposed by Bankruptcy Code section 342(c)(1) and Bankruptcy Rules 1005 and 2002(n) that the Debtors' caption include the Debtors' full tax identification numbers is appropriate in these cases. More importantly, waiver of the tax identification number and address requirement is purely procedural in nature and will not affect the rights of parties in interest, particularly as this information is available on all of the Debtors' chapter 11 petitions.

17. For these reasons, the Debtors submit that the relief requested herein is in the best interest of the Debtors, their estates, creditors and other parties in interest and, therefore, should be granted.

NOTICE

18. Notice of this Motion will be given to:
(i) the Office of the United States Trustee for the Eastern District of Virginia; (ii) counsel to the agent for Debtors' postpetition lenders; (iii) counsel to the agent for the Debtors' prepetition lenders; and (iv) the Debtors' top fifty (50) largest unsecured creditors on a consolidated basis. The Debtors submit that, under the circumstances, no other or further notice of the Motion is required.

WAIVER OF MEMORANDUM OF LAW

19. Pursuant to Local Bankruptcy Rule 9013-1(G), and because there are no novel issues of law presented in the Motion and all applicable authority is set forth in the Motion, the Debtors request that the requirement that all motions be accompanied by a separate written memorandum of law be waived.

NO PRIOR REQUEST

20. No previous request for the relief sought in this Motion has been made to this Court or any other Court.

CONCLUSION

WHEREFORE, the Debtors respectfully request that the Court enter an Order, substantially in the form annexed hereto, granting the relief requested in the Motion and such other and further relief as may be just and proper.

Dated: November 10, 2008
Richmond, Virginia

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/s/ Douglas M. Foley
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(804) 775-1000

Proposed Counsel for Debtors and
Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

- - - - - x
:
In re: : Chapter 11
:
CIRCUIT CITY STORES, INC., : Case No. 08- _____ (____)
et al., :
:
Debtors. : Jointly Administered
:
- - - - - x

**ORDER DIRECTING JOINT ADMINISTRATION PURSUANT TO
BANKRUPTCY CODE SECTION 302 AND BANKRUPTCY RULE 1015(B)
AND WAIVING REQUIREMENTS OF BANKRUPTCY CODE SECTIONS 105
AND 342(C)(1) AND BANKRUPTCY RULES 1005 AND 2002(N)**

Upon the motion (the "Motion")¹ of the Debtors for an order, pursuant to Bankruptcy Code sections 105, 302 and 342(c)(1) and Bankruptcy Rule 1015(b) directing joint administration of these cases and administratively consolidating the respective chapter 11 cases of each Debtor for procedural purposes only and waiving the requirement that the Debtors' captions list the Debtors' tax identification numbers and addresses; and the Court having reviewed the Motion and the Besanko Declaration; and the Court having determined that the relief requested in the Motion is in the best interests of the

¹ Capitalized terms not defined herein shall have the meanings ascribed to such terms in the Motion related hereto.

Debtors, their estates, their creditors, and other parties in interest; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED AND DECREED that:

1. The Motion is GRANTED.
2. Each of the above-captioned chapter 11 cases of the Debtors be, and hereby is, jointly administered by the Court.
3. The caption of the jointly administered cases shall read as follows:

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Richmond Division

- - - - -	x
	: Chapter 11
In re:	:
	: Case No. 08-____ (____)
CIRCUIT CITY STORES, INC.,	:
<u>et al.</u> ,	:
	: Jointly Administered
Debtors.	:
	:
- - - - -	x

4. Each motion, application and notice shall be captioned as indicated in the preceding decretal paragraph and all original docket entries shall be made in the case of Circuit City Stores, Inc., Case No. 08-____ (____).

5. The requirements that each of the Debtors' addresses and taxpayer identification number be contained in the caption is hereby waived.

6. A docket entry shall be made in each of the Debtors' cases substantially as follows:

An order has been entered in this case directing the joint administration of the chapter 11 cases of Circuit City Stores, Inc., its subsidiaries and affiliates and the docket in case no. 08-____ (____), should be consulted for all matters affecting this case.

7. The requirement under Local Bankruptcy Rule 9013-1(G) to file a memorandum of law in connection with the Motion is hereby waived.

8. This Court retains jurisdiction to hear and determine all matters arising from or related to the implementation or interpretation of this Order.

Dated: Richmond, Virginia
November 10, 2008

UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

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- and -

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- and -

/s/ Douglas M. Foley
Dion W. Hayes (VSB No. 34304)
Douglas M. Foley (VSB No. 34364)
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Proposed Counsel to the Debtors
and Debtors in Possession

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

I hereby certify that notice of the Debtors' intent to seek entry of the foregoing proposed order was provided to the parties identified in the Motion and copy of this proposed order was provided to the Office of the United States Trustee for the Eastern District of Virginia prior to submission to this Court.

/s/ Douglas M. Foley